

DUANE MORRIS LLP

1540 Broadway  
New York, New York 10036-4086  
(212) 692-1000  
(212) 692-1020 (facsimile)  
William C. Heuer, Esq.  
James J. Vincequerra, Esq.  
[whueur@duanemorris.com](mailto:whueur@duanemorris.com)  
[jvincequerra@duanemorris.com](mailto:jvincequerra@duanemorris.com)  
*Counsel to the Foreign Representative*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	
	)	Chapter 15
SIFCO S.A.,	)	
	)	Case No. 14-[_____]
Debtor in a Foreign Proceeding.	)	
	)	
	)	

**AFFIDAVIT OF WILLIAM C. HEUER, ESQ., IN SUPPORT OF  
EX PARTE APPLICATION FOR ORDER (A) GRANTING PROVISIONAL  
RELIEF AND INJUNCTION AND (B) SCHEDULING HEARING**

I, William C. Heuer, being duly sworn, depose and say:

1. I am a partner of the law firm of Duane Morris LLP, which represents Rubens Leite in his capacity as foreign representative (the “Foreign Representative”) of the above-captioned debtor (“SIFCO”) whose voluntary corporate reorganization proceedings under the laws of Brazil are pending before the *Vara de Falencias e Recuperacoes Judiciais da Comarca de Sao Paulo/SP* (the “Brazilian Court” and “Brazilian Proceeding”).<sup>1</sup>

2. I submit this affidavit pursuant to Rule 65(b) of the Federal Rules of Civil Procedure, Rule 7065 of the Federal Rules of Bankruptcy Procedure, and Rule 9077-1 of the

---

<sup>1</sup> Unless otherwise noted herein, capitalized terms shall have the meanings ascribed to them in SIFCO’s Chapter 15 Petition.

Local Bankruptcy Rules for the Southern District of New York, in support of the Foreign Representative's Ex Parte Application for an Order (A) Granting Provisional Relief and Injunction and (B) Scheduling a Hearing (the "Application"), filed contemporaneously herewith in this Chapter 15 proceeding.

3. As is set forth in the Application and the Foreign Representative's declaration in support of the Application, the Foreign Representative is seeking immediate entry of an order to show cause with a temporary restraining order, on an *ex parte* basis, to avoid the considerable disruption and irreparable harm to SIFCO's restructuring efforts that could result from creditors and other parties taking action against SIFCO's assets in the United States.

4. The Foreign Representative will serve notice of the commencement of this Chapter 15 proceeding and request for provisional relief, by first class mail, on: (a) the Office of the United States Trustee; and (b) all parties in the United States with whom SIFCO has either a contractual or lending relationship. Promptly after entry of the order to show cause, the Foreign Representative will serve the order to show cause and the Application upon those same entities.

5. The Brazilian Proceeding was commenced earlier today. The Foreign Representative believes that immediate protection, on an *ex parte* basis, is necessary in order to avoid significant and irreparable harm. The Foreign Representative did, however, provide advance notice of this Chapter 15 filing, and the request for immediate relief on an *ex parte* basis, to the Office of the United States Trustee for this District.

6. There is a need for immediate relief, and it is likely that proceeding on other than an *ex parte* basis would cause immediate and irreparable harm to SIFCO. Advance notice of SIFCO's request for provisional relief would likely cause creditors to take action that would prejudice SIFCO's efforts to reorganize. In particular, I am advised that SIFCO is concerned

that funds held on account in SIFCO's name, but which are subject to a security interest, could be the subject of adverse creditor action in the United States that would disrupt the Brazilian proceedings and advantage certain creditors as compared with others. The harm that could be done in just a short period of time is substantial.

7. No prior requests for the relief sought in the Application have been made by the Foreign Representative or SIFCO.

8. In light of the notice that the Foreign Representative will provide with respect to the order to show cause and the Application, and in order to protect SIFCO's assets and restructuring efforts from irreparable harm, I respectfully submit that the Foreign Representative's request for entry of an order to show cause with temporary restraining order on an *ex parte* basis is appropriate.

9. The information contained in this affidavit is true and correct to the best of my knowledge and belief.

Dated: New York, New York  
April 22, 2014

/s/William C. Heuer  
William C. Heuer, Esq.  
**DUANE MORRIS LLP**  
1540 Broadway  
New York, New York 10036-4086  
(212) 692-1000  
(212) 692-1020 (facsimile)  
William C. Heuer, Esq.  
James J. Vincequerra, Esq.  
[wheuer@duanemorris.com](mailto:wheuer@duanemorris.com)  
[jvincequerra@duanemorris.com](mailto:jvincequerra@duanemorris.com)  
*Counsel to the Foreign Representative*